

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

**GENERAL MOTORS CORP., *et al.*,
Debtors.**

Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)

**NOTICE OF APPEARANCE AND DEMAND FOR NOTICE
AND SERVICE OF PAPERS**

PLEASE TAKE NOTICE that Rolls-Royce plc and Rolls-Royce Corporation (together, “Rolls-Royce”), parties in interest, hereby appear in the above-captioned case.

PLEASE TAKE FURTHER NOTICE that, pursuant to Bankruptcy Rules 2002 and 9007, demand is made that all notices given or required to be given, and all papers served or required to be served, be given and served upon the following:

PAUL, HASTINGS, JANOFSKY & WALKER LLP
75 East 55th Street
New York, NY 10022-3205
Attention: Harvey A. Strickon
Tel: (212) 318-6380
Fax: (212) 230-7689
E-mail: harveystrickon@paulhastings.com

The foregoing demand includes, not only the notices and papers referred to in the Bankruptcy Rules specified above but, without limitation, all orders and notices of any application, motion, hearing, petition, request, complaint or demand, whether formal or informal, whether written or oral and whether transmitted or conveyed by mail, personal delivery, telephone, telegraph, telex, facsimile, electronic mail or otherwise, which affect or seek to affect

in any way any rights or interests of the Debtor.

This appearance and demand for notice and service of papers is not intended as nor is it a consent to jurisdiction of the Bankruptcy Court over Rolls-Royce nor, specifically but not limited to, a waiver of (i) Rolls-Royce's right to have final orders in non-core matters entered only after *de novo* review by a district judge; (ii) Rolls-Royce's right to trial by jury in any proceeding so triable herein or in any case, controversy or proceeding related hereto; (iii) Rolls-Royce's right to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal; or (iv) any other rights, claims, actions, defenses, set-offs, or recoupments to which Rolls-Royce is or may be entitled under any agreement, in law or in equity, as of which rights, claims, actions, defenses, set-offs, and recoupments Rolls-Royce expressly reserves.

Dated: New York, New York
June 3, 2009

PAUL, HASTINGS, JANOFSKY & WALKER LLP

By: /s/ Harvey Strickon
Harvey A. Strickon

Attorneys for Rolls-Royce plc
and Rolls-Royce Corporation

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